

# Exhibit B

1 UNITED STATES DISTRICT COURT  
2 FOR THE SOUTHERN DISTRICT OF NEW YORK

3 -----x

4 INTERNATIONAL BUSINESS MACHINES  
5 CORPORATION,

6  
7 Plaintiff,

8  
9 v. Case No.

10 7:20-CV-04573

11  
12 RODRIGO KEDE DE FREITAS LIMA,

13  
14 Defendant.

15 -----x

16 \*\*\*\*\*HIGHLY CONFIDENTIAL\*\*\*\*\*

17 VIDEOCONFERENCE/VIDEOTAPED

18 DEPOSITION OF

19 RANDY WALKER

20  
21 JULY 8, 2020

22 Reported by:

23 Mark Richman, CSR, RPR, CM

24 Job No. 181525

25

JULY 8, 2020

10:25 A.M.

VIDEOCONFERENCE/VIDEOTAPED DEPOSITION of

RANDY WALKER, New York, before MARK RICHMAN, a

Certified Shorthand Reporter, Registered

Professional Reporter and Notary Public of the

State of New York

1 WALKER (HIGHLY CONFIDENTIAL)

2 together both when I was in my, in Asia  
3 in my GLU role when he was in Latin  
4 America. So we've had a collegial  
5 relationship, you know, for probably 15  
6 years.

7 Q. Would you consider him a friend?

8 A. I would consider him as a, as my  
9 colleague that I worked closely with  
10 together. I consider my colleagues as a  
11 colleague and a friend, yes.

12 Q. As a colleague and a friend, do  
13 you think he's trustworthy?

14 A. I do.

15 Q. Do you think he's honest?

16 A. I do.

17 Q. Do you think he's an honorable  
18 person?

19 A. I do.

20 Q. Do you think he has integrity?

21 A. I do.

22 Q. Has Mr. Lima ever spoken to you  
23 about his family?

24 A. No.

25 Q. When did you first learn that Mr.

1 WALKER (HIGHLY CONFIDENTIAL)

2 includes products, that includes all  
3 aspects of our business.

4 Q. Understood. And services I think  
5 I heard you say represents approximately  
6 60 percent of IBM's total revenue; is  
7 that correct?

8 A. From a revenue standpoint --

9 MR. SIGNORACCI: Objection to  
10 form.

11 A. -- that is correct.

12 Q. And who does IBM consider as  
13 competitors in the services space?

14 MR. SIGNORACCI: Objection to  
15 form.

16 A. We consider, we have strategic  
17 competitors in multiple areas. We would  
18 see that, and it's not as simple as one  
19 versus the other, our competitors tend  
20 to partner with each other. So when  
21 we're competing on a large services deal  
22 today, our competition for the most part  
23 would typically be Microsoft partnered  
24 with an Accenture, you know, AWS, you  
25 know, partnered with a third party SI.

1 WALKER (HIGHLY CONFIDENTIAL)

2 a couple of deals and they needed  
3 assistance and I asked him to engage  
4 with them with the client to help out.  
5 So I know he helped and did that.

6 Q. You asked Mr. Lima to engage  
7 directly with a client of IBM's in Latin  
8 America?

9 A. Yes.

10 Q. And what client, which client was  
11 that?

12 A. It was Bradesco and Itaú and we  
13 needed some help on both of those.

14 Q. And those are both IBM enterprise  
15 integrated accounts, correct?

16 A. Correct.

17 Q. What is an IBM account plan?

18 A. An IBM account plan sets forward  
19 the strategy for the account for IBM.  
20 So we look at it us what the overall  
21 strategy, what is the competitive  
22 situation in the account. What is the  
23 relationship map that we have into the  
24 account. And then it goes into the  
25 financials aspects of each of the

1 WALKER (HIGHLY CONFIDENTIAL)

2 accounts, the growth plans, you know,  
3 for the next three years.

4 Then you get specifically as part  
5 of that what is our, for our key  
6 initiatives what are our key initiative  
7 win plans. So for each one of the  
8 accounts we would have what is your  
9 hybrid cloud strategy and win plan  
10 versus the competition.

11 We would have a AI and data  
12 strategy and win plan. You would have  
13 security, win plans for those.

14 So it would be overall how we're  
15 doing on the account, our overall  
16 strategy for the account, the  
17 competitive situation, the plan of how  
18 we would go about it both short term and  
19 long term, and, you know, who are the  
20 key client members that we would need  
21 and who from the IBM team would we want  
22 to engage with on those.

23 Q. How often are these plans  
24 updated?

25 A. Formally, once a year. Formally,

1 WALKER (HIGHLY CONFIDENTIAL)

2 once a year.

3 Q. Who updates those plans?

4 A. The owners of those plans are the  
5 account leaders, the managing directors.

6 Q. Was Mr. Lima ever responsible for  
7 creating or updating those plans?

8 MR. SIGNORACCI: Object to form.

9 All of his managing directors were.

10 He was not a managing director so he

11 would not create account plan but he

12 would review all of the account

13 plans.

14 Q. Do you know for a fact that Mr.  
15 Lima reviewed all 77 account plans on an  
16 annual basis?

17 MR. SIGNORACCI: Object to form.

18 A. I do not.

19 Q. Okay. If I could turn your  
20 attention to again paragraph 6, page 30,  
21 the fourth bullet point. This case you  
22 say in your declaration that Mr. Lima  
23 has firsthand knowledge of, among other  
24 things, IBM's business, financial growth  
25 and investment plans for its global



1 WALKER (HIGHLY CONFIDENTIAL)

2 discussed in the breakout sessions?

3 MR. SIGNORACCI: Object to form.

4 A. I'm not going to go through in  
5 detail a meeting that we had five months  
6 ago. So, yes, I've told you where we  
7 were.

8 Q. Is that because you can't  
9 remember the details of that meeting you  
10 had five months ago?

11 MR. SIGNORACCI: Object to form.

12 A. That means for any meeting that  
13 I've had five months ago, I wouldn't be  
14 able to go in and verbatim discuss the  
15 details of all the discussions that we  
16 had over a two-day period.

17 Q. And that's because you can't  
18 recollect it, correct?

19 MR. SIGNORACCI: Object to form.

20 A. I've given you my recollection of  
21 what the meeting was about.

22 Q. Okay. So in paragraph 22 C of  
23 your declaration, it says "Mr. Lima  
24 reviewed and developed materials for  
25 IBM's annual business plans, projections